

Exhibit A

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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 NEW YORK, NY 10036
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October 23, 2008

W.R. GRACE & CO. EQUITY COMMITTEE

When remitting,
 please reference:
 Invoice Number: 502428
 056772

CLIENT SUMMARY - 056772 - W.R. GRACE & CO. EQUITY COMMITTEE**056772-00002/CREDITOR COMMITTEE**

FEES	\$2,420.00
DISBURSEMENTS	<u>0.00</u>
MATTER TOTAL	\$2,420.00

056772-00005/BANKR. MOTIONS

FEES	\$2,814.00
DISBURSEMENTS	<u>0.00</u>
MATTER TOTAL	\$2,814.00

056772-00007/REORGANIZATION PLAN

FEES	\$57,984.50
DISBURSEMENTS	<u>2,055.50</u>
MATTER TOTAL	\$60,040.00

056772-00008/FEE APPLICATIONS, APPLICANT

FEES	\$2,208.00
DISBURSEMENTS	<u>11.98</u>
MATTER TOTAL	\$2,219.98

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
 Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
 ABA #021000089
 Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 37613572
 By Order of: Invoice No. 502428
 Citibank Contact: Deborah Hosking (212) 559-8634

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
 ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
 CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

056772-00010/CLAIM ANALYSIS OBJ. & RES. (NON-ASBESTOS)

FEES	\$11,020.00
DISBURSEMENTS.....	<u>41.96</u>
MATTER TOTAL	\$11,061.96

056772-00019/HEARINGS

FEES	\$7,183.00
DISBURSEMENTS.....	<u>328.43</u>
MATTER TOTAL	\$7,511.43

056772-00022/TAX ISSUES

FEES	\$7,844.50
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL	\$7,844.50

056772-00028/TRAVEL\NON-WORKING

FEES	\$3,277.25
DISBURSEMENTS.....	<u>0.00</u>
MATTER TOTAL	\$3,277.25

CLIENT GRAND TOTAL	<u>\$97,189.12</u>
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Kramer Levin Naftalis & Frankel LLP

Page No. 3

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00002October 23, 2008
Invoice No. 502428

CREDITOR COMMITTEE**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/08	MANNAL, DOUGLAS	Telephone conference with several equity holders re: process and general status of case.	1.80	1,089.00
09/23/08	MANNAL, DOUGLAS	Telephone/e-mail with several equity holders re: case status.	0.80	484.00
09/29/08	MANNAL, DOUGLAS	Telephone/e-mail with numerous holders re: PPI hearing.	<u>1.40</u>	<u>847.00</u>
TOTAL HOURS AND FEES			<u>4.00</u>	<u>\$2,420.00</u>
TOTAL FOR THIS MATTER				<u>\$2,420.00</u>

Kramer Levin Naftalis & Frankel LLP

Page No. 4

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00005October 23, 2008
Invoice No. 502428

BANKR. MOTIONS**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/08	MARTORANA, KEITH R	Review and summarize (i) State of Montana's appeal to the Third Circuit (1.1); (ii) executed settlement with Canadian ZAI claimants (1.4).	2.50	1,050.00
09/04/08	MARTORANA, KEITH R	Review and summarize Debtors' motion to settle PD claims of Jameson and Bayshore (1.4); Review and summarize Debtors' motion to settle tax abatement action with the Town of Acton (1.5).	2.90	1,218.00
09/05/08	MARTORANA, KEITH R	Review executed version of Canadian ZAI settlement; summarize changes from prior version and e-mail to T. Weschler.	<u>1.30</u>	<u>546.00</u>
TOTAL HOURS AND FEES			<u>6.70</u>	<u>\$2,814.00</u>
TOTAL FOR THIS MATTER				<u>\$2,814.00</u>

REORGANIZATION PLAN**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/08	MARTORANA, KEITH R	Office conference with D. Mannal re: status of chapter 11 Plan (.5); Review and summarize Debtors' proposed revisions to Plan (4.2).	4.70	1,974.00
09/02/08	MANNAL, DOUGLAS	Preparation for (1.6) and attend office conference with K. Martorana re: plan modification and outstanding issues re: plan (.5).	2.10	1,270.50
09/03/08	MANNAL, DOUGLAS	Review alternative 524(g) trust plans (2.1); attention to e-mails re: same (.3).	2.40	1,452.00
09/03/08	BENTLEY, PHILIP	Trade emails re: Plan status.	0.10	72.50
09/04/08	MARTORANA, KEITH R	Prepare for call with Debtors re: plan issues (.5); attend plan issues call (1.5); summarize meeting minutes and e-mail same to T. Weschler (1.1); prepare for 2nd call re: plan issues (.4); attend 2nd plan issues call (1.3); conversation with T. Weschler re: same (.8); summarize same and e-mail to T. Weschler (1.3).	6.90	2,898.00
09/04/08	MANNAL, DOUGLAS	Preparation for and attend conference calls re: Sealed Air negotiations (2.8); telephone call with T. Weschler re: same (.8).	3.60	2,178.00
09/05/08	MARTORANA, KEITH R	Review newest version of Plan of Reorganization; summarize significant changes and e-mail to T. Weschler.	2.60	1,092.00
09/05/08	MANNAL, DOUGLAS	Attention to plan issues (.9); review summary e-mails from K. Martorana re: settled actions (.3); attention to summary of New Plan (.5).	1.70	1,028.50
09/07/08	BENTLEY, PHILIP	Review emails re plan issues.	0.20	145.00
09/08/08	MARTORANA, KEITH R	Voicemails with P. Bentley re: new Grace Plan (.3); Research and answer question of P. Bentley re: new Plan (.5); Prepare for and attend plan proponent conference call (1.6); Conversation with P. Bentley and T. Weschler re: conference call and Plan structure (1.4).	3.80	1,596.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/08/08	BENTLEY, PHILIP	Review memos and emails re potential plan structures re ZAI (.7), conf call with plan proponents (1.6), discs T. Weschler and K. Martorana re same (1.4), and work on same (.5).	4.20	3,045.00
09/09/08	MARTORANA, KEITH R	Research draft Plan to answer technical questions of P. Bentley (.8); Conference call re: proposed Plan with plan proponents (1.4); Conference call with T. Weschler re: same (.5); Conference call with P. Bentley, T. Weschler and D. Bernick re: same (.5); O/C P. Bentley re: same (.4).	3.60	1,512.00
09/09/08	BENTLEY, PHILIP	Conf call with plan proponents (1.4); and discs T. Weschler, K. Martorana, D. Bernick, M. Shelnitz, P. Lockwood and T. Freedman, re plan structures (1.0); and notes re same (2.4).	4.80	3,480.00
09/09/08	MANNAL, DOUGLAS	Attention to proposed revisions to Grace Plan (1.1); attention to e-mails re: same (.2).	1.30	786.50
09/10/08	MANNAL, DOUGLAS	Review and comment on disclosure statement (2.6); office conference with P. Bentley re: upcoming plan meeting (.4); attention to e-mails re: same (.2).	3.20	1,936.00
09/10/08	BENTLEY, PHILIP	Discs D. Mannal, and trade emails, re plan issues.	0.40	290.00
09/11/08	MANNAL, DOUGLAS	Attention to revised Disclosure Statement.	1.40	847.00
09/11/08	BENTLEY, PHILIP	Trade emails re plan issues.	0.20	145.00
09/12/08	MANNAL, DOUGLAS	Attention to voice mails from T. Weschler re: ZAI plan issues (1.1); attention to draft e-mail to T. Weschler re: same (.3); review revised plan (3.6).	5.00	3,025.00
09/12/08	MARTORANA, KEITH R	Review and summarize new version of draft plan (3.7); Research Central Wesleyan case and various related documents re: PD issues, and e-mail summary of same to T. Weschler (2.9).	6.60	2,772.00
09/12/08	BENTLEY, PHILIP	Trade emails and voicemails re plan issues.	0.50	362.50
09/13/08	MARTORANA, KEITH R	Review and summarize new version of draft plan; e-mail same to T. Weschler.	4.70	1,974.00
09/13/08	BENTLEY, PHILIP	Trade emails and voicemails re plan issues.	0.30	217.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/15/08	MANNAL, DOUGLAS	Review and comment on Grace Plan and disclosure statement in preparation for meeting (4.1); office conference with K. Martorana re: plan issues (.5).	4.60	2,783.00
09/15/08	MARTORANA, KEITH R	Review draft plan in preparation for Tuesday meeting (.2); office conference with D. Mannal re: same (.5).	0.70	294.00
09/16/08	WIERMAN, LAUREN E	Researched case info for Central Wesleyan case.	1.00	260.00
09/16/08	MANNAL, DOUGLAS	Preparation for and attend Grace meeting (6.8); office conference with P. Bentley and K. Martorana re: same (.5).	7.30	4,416.50
09/16/08	MARTORANA, KEITH R	Prepare for and attend Plan Proponent Meeting at K&E (6.5); office conference with P. Bentley and D. Mannal re: same (.5); summarize plan meeting and e-mail to T. Weschler (1.1).	8.10	3,402.00
09/16/08	BENTLEY, PHILIP	TC Ted Weschler (.6); confs D. Mannal and K. Martorana re ZAI and other Plan of Reorganization issues (.5).	1.10	797.50
09/17/08	MANNAL, DOUGLAS	Review Disclosure Statement and revised plan of reorganization (1.8); attention to liquidation analysis (.7).	2.50	1,512.50
09/17/08	BENTLEY, PHILIP	TC T. Weschler and trade emails re plan issues.	0.50	362.50
09/18/08	MANNAL, DOUGLAS	Attention to last minute plan and Disclosure Statement changes (1.2).	1.20	726.00
09/18/08	MARTORANA, KEITH R	Review new draft of Plan circulated by the Debtors (1.8); summarize major changes and e-mail to T. Weschler (.9).	2.70	1,134.00
09/18/08	BENTLEY, PHILIP	Trade emails re plan issues.	0.10	72.50
09/19/08	MARTORANA, KEITH R	Prepare for and attend morning conference call with Plan Proponents re: Plan (2.0); Review plan changes, summarize same and e-mail to T. Weschler (1.4); Prepare for and attend two afternoon conference calls with Plan Proponents and e-mail status updates to T. Weschler (2.8).	6.20	2,604.00
09/19/08	BENTLEY, PHILIP	Trade multiple emails re Plan issues.	0.60	435.00
09/20/08	BENTLEY, PHILIP	Trade emails re Plan.	0.10	72.50
09/22/08	WIERMAN, LAUREN E	Created disclosure statement binders.	1.50	390.00
09/22/08	BENTLEY, PHILIP	Trade emails re: Plan issues.	0.10	72.50

Kramer Levin Naftalis & Frankel LLP

Page No. 8

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00007October 23, 2008
Invoice No. 502428

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/22/08	MANNAL, DOUGLAS	Review solicitation materials.	0.80	484.00
09/23/08	WIERNAN, LAUREN E	Created disclosure statement binders.	1.00	260.00
09/23/08	MARTORANA, KEITH R	Supervise creation of Plan/Disclosure Statement binders (.3); review solicitation/voting materials provided by Debtors (2.2).	2.50	1,050.00
09/23/08	MANNAL, DOUGLAS	Review solicitation materials.	1.10	665.50
09/24/08	BENTLEY, PHILIP	Trade emails re: Plan issues.	0.10	72.50
09/24/08	MARTORANA, KEITH R	Review documents received from South Carolina District Court re: Central Wesleyan case (.4); draft e-mail summarizing terms of settlement in that case to T. Weschler (.4).	0.80	336.00
09/25/08	MARTORANA, KEITH R	Review blacklines of solicitation procedures circulated by Debtors.	0.90	378.00
09/26/08	BENTLEY, PHILIP	Review disclosure statement.	0.80	580.00
09/28/08	BENTLEY, PHILIP	Trade emails and voicemails re Plan.	0.20	145.00
09/29/08	BENTLEY, PHILIP	Review disclosure statement.	<u>0.80</u>	<u>580.00</u>
TOTAL HOURS AND FEES			<u>111.60</u>	<u>\$57,984.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
VELOBINDINGS	157.50
TABS	560.00
PHOTOCOPYING	1,252.80
RESEARCH SERVICES	26.00
CAB FARES	38.00
MEALS/IN-HOUSE	<u>21.20</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$2,055.50</u>

TOTAL FOR THIS MATTER **\$60,040.00**

FEE APPLICATIONS, APPLICANT**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/08	MARTORANA, KEITH R	Review August 2008 bill, begin drafting fee application.	2.00	840.00
09/24/08	MARTORANA, KEITH R	Review/Revise 2008 Fee Application.	0.70	294.00
09/25/08	WIERMAN, LAUREN E	Draft 84th monthly fee app.	0.50	130.00
09/25/08	MARTORANA, KEITH R	Final review/changes to August 2008 fee application (.5); conversation with Accounting re: same (.2).	0.70	294.00
09/26/08	WIERMAN, LAUREN E	Work on 84th monthly fee app and prepared documents to be sent to local counsel.	<u>2.50</u>	<u>650.00</u>
TOTAL HOURS AND FEES			<u>6.40</u>	<u>\$2,208.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	2.90
MESSENGER/COURIER	<u>9.08</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$11.98</u>

TOTAL FOR THIS MATTER	<u>\$2,219.98</u>
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CLAIM ANALYSIS OBJ. & RES. (NON-ASBESTOS)**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/08	O'NEILL, P. BRADLEY	Review Ordway transcript.	0.40	260.00
09/03/08	MARTORANA, KEITH R	Attend to confidentiality stipulation issues re: PPI litigation.	0.40	168.00
09/07/08	MARTORANA, KEITH R	Pull and review PPI trial briefs of the Debtors and the Bank Lenders.	0.50	210.00
09/08/08	WIERMAN, LAUREN E	Researched relevant case info re: PPI for K. Martorana and P. Bentley. Prepared trial binders for PPI hearing.	5.30	1,378.00
09/08/08	MARTORANA, KEITH R	Review and organize exhibits to PPI Briefs, supervise creation of trial binders re: same (.8); Analyze and summarize Debtor's trial brief re: PPI and Bank Lenders' trial brief re: PPI, provide detailed summary with comments to T. Weschler (7.9).	8.70	3,654.00
09/08/08	O'NEILL, P. BRADLEY	Review K. Martorana summary of PPI brief.	0.40	260.00
09/08/08	BENTLEY, PHILIP	Review summary of PPI trial briefs.	0.50	362.50
09/10/08	WIERMAN, LAUREN E	Researched information for K. Martorana and assembled reference materials re: PPI hearing.	1.50	390.00
09/11/08	WIERMAN, LAUREN E	Prepared materials for PPI hearing.	4.50	1,170.00
09/16/08	MARTORANA, KEITH R	Review and summarize sur-reply of Bank Lenders; e-mail same to T. Weschler.	0.60	252.00
09/22/08	MARTORANA, KEITH R	Review and summarize Debtors' response to sur-reply (PPI litigation) and e-mail same to T. Weschler.	0.70	294.00
09/25/08	MANNAL, DOUGLAS	Preparation for (.7) and attend office conference with P. Bentley and K. Martorana re: PPI hearing (.5).	1.20	726.00
09/25/08	MARTORANA, KEITH R	Conversation with P. Bentley and D. Mannal re: upcoming PPI hearing (.4); Review related documents for P. Bentley (.4).	0.80	336.00
09/25/08	BENTLEY, PHILIP	Discs D. Mannal and K. Martorana re upcoming PPI hearing (.5) and prepare for same (.1).	0.60	435.00
09/26/08	MANNAL, DOUGLAS	Review PPI trial briefs.	0.90	544.50

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00010October 23, 2008
Invoice No. 502428

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/26/08	BENTLEY, PHILIP	Review PPI briefs, notes for Monday hearing, and discs David Bernick and voicemail and trade emails re same.	<u>0.80</u>	<u>580.00</u>
TOTAL HOURS AND FEES			<u>27.80</u>	<u>\$11,020.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
LEXIS/NEXIS ON-LINE RESEARCH	20.23
CAB FARES	9.00
MEALS/IN-HOUSE	<u>12.73</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$41.96</u>

TOTAL FOR THIS MATTER	<u>\$11,061.96</u>
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PLAN AND DISCLOSURE STATEMENT

HEARINGS**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/08	MARTORANA, KEITH R	Prepare for omnibus hearing (1.6); attend omnibus hearing (.5); conversations with T. Weschler re: same (.3).	2.40	1,008.00
09/29/08	MARTORANA, KEITH R	Attend Omnibus and PPI Hearing in Delaware.	4.00	1,680.00
09/29/08	BENTLEY, PHILIP	Attend PPI hearing, final prep for same, and discs Ted Weschler re same.	<u>6.20</u>	<u>4,495.00</u>

TOTAL HOURS AND FEES**12.60 \$7,183.00****SUMMARY OF DISBURSEMENTS AND OTHER CHARGES**

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CAB FARES	48.80
MEALS/IN-HOUSE	6.38
OUT-OF-TOWN TRAVEL	<u>273.25</u>

TOTAL DISBURSEMENTS AND OTHER CHARGES**\$328.43****TOTAL FOR THIS MATTER****\$7,511.43**

TAX ISSUES**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/08	HERZOG, BARRY	Telephone/e-mail D. Mannal re: plan.	0.50	350.00
09/12/08	MANNAL, DOUGLAS	Attention to tax issues and telephone/e-mail with B. Herzog re: same.	0.40	242.00
09/14/08	HERZOG, BARRY	Review plan and disc. statement.	1.00	700.00
09/14/08	RIGEL, BLAKE	Review disclosure statement.	2.00	1,240.00
09/15/08	HERZOG, BARRY	Review plan and disclosure statement (3.3); related discs. w/D. Mannal and B. Rigel (.3).	3.60	2,520.00
09/15/08	RIGEL, BLAKE	Review Plan and tax annex (2.7); Tele conf. B. Herzog, D. Mannal (.3).	3.00	1,860.00
09/15/08	MANNAL, DOUGLAS	Telephone/e-mail with B. Herzog and B. Rigel re: Grace plan (.3).	0.30	181.50
09/16/08	HERZOG, BARRY	Rev. Sealed Air tax annex to plan; disc. w/B.Rigel.	0.90	630.00
09/18/08	MANNAL, DOUGLAS	E-mail with tax group re: tax issues to plan.	<u>0.20</u>	<u>121.00</u>
TOTAL HOURS AND FEES			<u>11.90</u>	<u>\$7,844.50</u>
TOTAL FOR THIS MATTER			<u>\$7,844.50</u>	

W.R. GRACE & CO. EQUITY COMMITTEE
056772-00028

October 23, 2008
Invoice No. 502428

TRAVEL\NON-WORKING**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/08	MARTORANA, KEITH R	Travel to and from Delaware for hearing.	4.60	966.00
09/29/08	MARTORANA, KEITH R	Travel to and from hearing in Delaware.	6.00	1,260.00
09/29/08	BENTLEY, PHILIP	Travel to and from Delaware bankruptcy court hearing.	<u>2.90</u>	<u>1,051.25</u>

TOTAL HOURS AND FEES**13.50 \$3,277.25****TOTAL FOR THIS MATTER****\$3,277.25**